

Date Mailed July 27, 1999

BEFORE THE
PUBLIC SERVICE COMMISSION OF WISCONSIN

Application of Wisconsin Fuel and Light Company to Issue
Stock Dividend, Increase the Number of Shares of its \$10
Par Value Stock and to Increase the Number of Options
Allowed Under its Incentive Stock Option Plan

6640-SB-105

**NOTICE OF PROCEEDING
AND
INVESTIGATION AND ASSESSMENT OF COSTS**

THIS IS A PROCEEDING, pursuant to Wis. Stats. §§ 200.03 and 200.06, to determine whether Wisconsin Fuel and Light Company (WF&L) should be authorized to issue certain securities. On May 27, 1999, WF&L applied to the Commission for authority to:

1. Issue 495,585 shares of its common stock in the form of a 100% stock dividend to the stockholders of WF&L.
2. Grant up to 100,000 stock options and issue up to 100,000 shares of its \$10 par value common stock under its Incentive Stock Option Plan (ISO).

WF&L has amended its articles of incorporation to increase its authorized shares of common stock from 600,000 shares to 2,000,000 shares and proposes to capitalize \$4,955,850 of its retained earnings by means of the 100% stock dividend.

In addition, WF&L requests that the Commission revise the provisions in its November 7, 1989, certificate of authority, issued in docket 6640-SB-101, which authorizes WF&L to grant 50,000 stock options and, upon exercise of such options, to issue up to 50,000 shares of \$10 par value common stock to allow the issuance of up to 100,000 stock options and 100,000 shares of \$10 par value common stock under the ISO.

NOTICE IS GIVEN that the Commission considers it necessary, in order to carry out its duties, to investigate all books, accounts, practices, and activities of the applicant. The expenses incurred or to be incurred by the Commission which are reasonably attributable to such an investigation will be assessed against and collected from the applicant in accordance with the provisions of Wis. Stat. § 196.85 and Wis. Admin. Code ch. PSC 5.

The Commission does not discriminate on the basis of disability in the provision of programs, services, or employment. Any person with a disability who needs accommodations to

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participate in this proceeding or who needs to obtain this document in a different format should contact the case coordinator listed below.

Questions regarding this matter may be directed to case coordinator Dennis M. Tuohy at (608) 267-9159.

Dated at Madison, Wisconsin, _____

By the Commission:

Lynda L. Dorr
Secretary to the Commission

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